

E-Filed 3/6/09

1 COUGHLIN STOIA GELLER
2 RUDMAN & ROBBINS LLP
3 SHAWN A. WILLIAMS (213113)
4 AELISH M. BAIG (201279)
5 CHRISTOPHER M. WOOD (254908)
6 100 Pine Street, Suite 2600
7 San Francisco, CA 94111
8 Telephone: 415/288-4545
9 415/288-4534 (fax)
10 swilliams@csgr.com
11 abaig@csgr.com
12 cwood@csgr.com
13 – and –
14 TRAVIS E. DOWNS III (148274)
15 BENNY C. GOODMAN III (211302)
16 655 West Broadway, Suite 1900
17 San Diego, CA 92101
18 Telephone: 619/231-1058
19 619/231-7423 (fax)
20 travisd@csgr.com
21 bgoodman@csgr.com

22 BARROWAY TOPAZ KESSLER
23 MELTZER & CHECK, LLP
24 ERIC L. ZAGAR 250519
25 ROBIN WINCHESTER
26 280 King of Prussia Road
27 Radnor, PA 19087
28 Telephone: 610/667-7706
29 610/667-7056 (fax)
30 ezagar@btkmc.com
31 rwinchester@btkmc.com

32 Co-Lead Counsel for Plaintiffs

33 UNITED STATES DISTRICT COURT
34 NORTHERN DISTRICT OF CALIFORNIA
35 SAN JOSE DIVISION

36 In re TRIDENT MICROSYSTEMS, INC.,) Master File No. C06-3440-JF
37 DERIVATIVE LITIGATION)
38 _____) STIPULATION AND [PROPOSED] ORDER
39 This Document Relates To:) REGARDING PLAINTIFFS' MOTION TO
40 ALL ACTIONS.) COMPEL DOCUMENTS FROM THE
41) SPECIAL LITIGATION COMMITTEE AND
42) VACATING THE MAY 1, 2009 HEARING
43) ON THE SPECIAL LITIGATION
44) COMMITTEE'S MOTION TO TERMINATE

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1 Plaintiffs and Trident Microsystems, Inc.'s Special Litigation Committee ("SLC") hereby
2 submit this stipulation and [proposed] order regarding briefing on the SLC's Motion to (A)
3 Terminate and Dismiss as to All Defendants Except Frank C. Lin and (B) Approve Settlements
4 ("Motion to Terminate").

5 WHEREAS, on or around November 10, 2008, the SLC provided plaintiffs with a draft of its
6 Report of the Special Litigation Committee of the Board of Directors of Trident Microsystems, Inc.;

7 WHEREAS, on December 12, 2008, plaintiffs sent the SLC a request for 14 discrete
8 categories of documents for production related to its investigation of stock options backdating
9 allegations in the above captioned action;

10 WHEREAS, on February 9, 2009, the SLC filed its Motion to Terminate;

11 WHEREAS, on February 9, 2009, Trident Microsystems, Inc. filed its Notice of Motion and
12 Motion to Stay Derivative Proceedings as to Defendant Frank Lin ("Motion to Stay");

13 WHEREAS, both the Motion to Terminate and the Motion to Stay are currently scheduled to
14 be heard on May 1, 2009;

15 WHEREAS, on February 27, 2009, the SLC provided a letter responding to plaintiffs'
16 December 12, 2008 request for the production of documents associated with the SLC's investigation,
17 objecting to several categories of information and agreeing to produce certain categories of other
18 information;

19 WHEREAS, the SLC has also asserted various privileges over documents that it is currently
20 refusing to produce in response to plaintiffs' December 12, 2008 requests;

21 WHEREAS, plaintiffs and the SLC agree that that the discovery issues arising from
22 plaintiffs' December 12, 2008 requests and the SLC's February 27, 2009 responses will have to be
23 resolved through motion practice;

24 WHEREAS, plaintiffs and the SLC have met and conferred and agree that the depositions of
25 the SLC members cannot go forward until the scope of production and the privilege assertions are
26 resolved;

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1 WHEREAS, plaintiffs and the SLC agree that plaintiffs will not be in a position to
2 appropriately respond to the Motion to Terminate until the above-mentioned discovery issues are
3 resolved;

4 WHEREAS, plaintiffs and the SLC have met and conferred and agreed on a briefing
5 schedule for plaintiffs' Motion to Compel information from the SLC and vacating the May 1, 2009
6 hearing until a resolution of the Motion to Compel has been reached;

7 NOW THEREFORE, the parties agree as follows subject to approval of the Court:

8 1. Plaintiffs shall file their Motion to Compel no later than March 11, 2009, before
Magistrate Judge Patricia V. Trumbull.

9 2. The SLC shall file its response to the Motion to Compel no later than March 28,
10 2009.

11 3. Plaintiffs shall file their reply in support of the Motion to Compel no later than
12 April 7, 2009. Plaintiffs shall contact Judge Trumbull's chambers to schedule a hearing.

15 5. The May 1, 2009 hearing on the Motion to Terminate and Motion to Stay shall be
16 vacated and the Court shall set a schedule for briefing of the Motion to Terminate and Motion to
17 Stay upon resolution of the Motion to Compel.

18 | DATED: March 5, 2009

COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
SHAWN A. WILLIAMS
AELISH M. BAIG
CHRISTOPHER M. WOOD

/s/ Shawn A. Williams
SHAWN A. WILLIAMS

100 Pine Street, Suite 2600
San Francisco, CA 94111
Telephone: 415/288-4545
415/288-4534 (fax)

1 COUGHLIN STOIA GELLER
2 RUDMAN & ROBBINS LLP
3 TRAVIS E. DOWNS III
4 BENNY C. GOODMAN III
5 655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058
619/231-7423 (fax)

6 BARROWAY TOPAZ KESSLER
7 MELTZER & CHECK, LLP
8 ERIC L. ZAGAR
9 ROBIN WINCHESTER
280 King of Prussia Road
Radnor, PA 19087
Telephone: 610/667-7706
610/667-7056 (fax)

10 Co-Lead Counsel for Plaintiffs
11

12 DATED: March 5, 2009

13 BINGHAM McCUTCHEN
14 JOHN D. PERNICK

15 /s/ John D. Pernick
JOHN D. PERNICK

16 Three Embarcadero Center
17 Suite 1800
18 San Francisco, CA 94111
Telephone: 415/393-2000
415/393-2286 (fax)

19 Attorneys for Trident Special Litigation
20 Committee

21 I, Shawn A. Williams, am the ECF User whose ID and password are being used to file this
22 Stipulation and [Proposed] Order Regarding Plaintiffs' Motion to Compel Documents from the
23 Special Litigation Committee and Vacating the May 1, 2009 Hearing on the Special Litigation
Committee's Motion to Terminate. In compliance with General Order 45, X.B., I hereby attest that
John D. Pernick has concurred in this filing.

24 DATED: March 5, 2009

25 /s/ Shawn A. Williams
26 SHAWN A. WILLIAMS

1 | DATED: March 5, 2009

DLA PIPER US LLP
SHIRLI FABBRI WEISS
DAVID F. GROSS

/s/ David F. Gross
DAVID F. GROSS

153 Townsend Street, Suite 800
San Francisco, CA 94107
Telephone: 415/836-2500
415/836-2501 (fax)

DLA PIPER US LLP
DAVID PRIEBE
2000 University Avenue
East Palo Alto, CA 94303
Telephone: 650/833-2000
650/833-2001 (fax)

Attorneys for Nominal Defendant Trident Microsystems Inc.

I, Shawn A. Williams, am the ECF User whose ID and password are being used to file this Stipulation and [Proposed] Order Regarding Plaintiffs' Motion to Compel Documents from the Special Litigation Committee and Vacating the May 1, 2009 Hearing on the Special Litigation Committee's Motion to Terminate. In compliance with General Order 45, X.B., I hereby attest that David F. Gross has concurred in this filing.

DATED: March 5, 2009

/s/ Shawn A. Williams
SHAWN A. WILLIAMS

IT IS SO ORDERED.

DATED: 3/6/09

THE HONORABLE JEREMY FOGEL
UNITED STATES DISTRICT JUDGE

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CERTIFICATE OF SERVICE

2 I hereby certify that on March 5, 2009, I electronically filed the foregoing with the Clerk of
3 the Court using the CM/ECF system which will send notification of such filing to the e-mail
4 addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I have
5 mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF
6 participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on March 5, 2009.

/s/ Shawn A. Williams
SHAWN A. WILLIAMS

COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
100 Pine Street, 26th Floor
San Francisco, CA 94111
Telephone: 415/288-4545
415/288-4534 (fax)

E-mail:swilliams@csgrr.com

Mailing Information for a Case 5:06-cv-03440-JF**Electronic Mail Notice List**

The following are those who are currently on the list to receive e-mail notices for this case.

- **Thomas Grimes Allen**
Thomas.Allen@pillsburylaw.com,alison.rousseau@pillsburylaw.com
- **Daniel J. Bergeson**
dbergeson@be-law.com,swalker@be-law.com
- **Justin S. Chang**
jchang@shearman.com,rcheatham@shearman.com
- **Travis E. Downs , III**
travisd@csgr.com,e_file_sd@csgr.com
- **Jeffrey S. Facter**
jfacter@shearman.com,rcheatham@shearman.com
- **Sarah A. Good**
sgood@howardrice.com,bhastings@howardrice.com
- **Robert S. Green**
CAND.USCOURTS@CLASSCOUNSEL.COM
- **David F. Gross**
david.gross@dlapiper.com
- **Hway-Ling Hsu**
hhsu@be-law.com,gsimmons@be-law.com
- **Jin H. Kim**
jkim@hrice.com
- **Charles J. Landy**
charles.landy@pillsburylaw.com
- **James Arthur Maro**
jmaro@sbtklaw.com,der_filings@sbtklaw.com
- **Ann Carole Moorman**
ann@acmoormanlaw.com
- **David Allen Priebe**
david.priebe@dlapiper.com,margaret.austin@dlapiper.com,stacy.murray@dlapiper.com
- **Patrick David Robbins**
probbins@shearman.com,rcheatham@shearman.com
- **Clara Shin**
cshin@hrice.com,ccamp@howardrice.com
- **David Sidney Steuer**
dsteuer@wsgr.com
- **Jason Takenouchi**
jasontakenouchi@quinnemuel.com
- **Shawn A. Williams**
shawnw@csgr.com,travisd@csgr.com,e_file_sf@csgr.com,cwood@csgr.com,e_file_sd@csgr.com,aelishb@csgr.com
- **Lloyd Winawer**
lwinawer@goodwinprocter.com,sasmith@goodwinprocter.com,bwilliams@goodwinprocter.com,moneyagbako@goodwinprocter.com,cburgos@goodwinprocter.com
- **Eric L. Zagar**
ezagar@sbtklaw.com,kpopovich@sbtklaw.com,der_filings@sbtklaw.com,rwinchester@sbtklaw.com

Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

- (No manual recipients)